

OXFORD LANE CAPITAL CORP.
PO Box 43131
Providence, RI 02940-3131

EVERY VOTE IS IMPORTANT

EASY VOTING OPTIONS:



VOTE ON THE INTERNET
Log on to:
www.proxy-direct.com
or scan the QR code
Follow the on-screen instructions
available 24 hours



VOTE BY PHONE
Call 1-800-337-3503
Follow the recorded instructions
available 24 hours



VOTE BY MAIL
Vote, sign and date this Proxy Card
and return in the postage-paid
envelope



VOTE IN PERSON
Attend Stockholder Meeting
8 Sound Shore Drive, Suite 255
Second floor Conference Room,
Greenwich, CT 06830
on October 22, 2024

Please detach at perforation before mailing.

PREFERRED STOCK

OXFORD LANE CAPITAL CORP.
PROXY FOR THE SHARES OF PREFERRED STOCK THE ANNUAL MEETING OF STOCKHOLDERS
TO BE HELD ON OCTOBER 22, 2024

This proxy is solicited on behalf of the Board of Directors of Oxford Lane Capital Corp. (the "Company"). The undersigned hereby constitutes and appoints Saul B. Rosenthal and Jonathan H. Cohen, and each of them, as proxies for the undersigned, with full power of substitution and resubstitution, and hereby authorizes said proxies, and each of them, to represent and vote, as designated on the reverse side, all shares of Preferred Stock of the Company held of record by the undersigned on August 27, 2024, at the Annual Meeting of Stockholders to be held on October 22, 2024, at 8:30 a.m., Eastern Time, in the second floor conference room of the Company's corporate headquarters, located at 8 Sound Shore Drive, Suite 255, Greenwich, Connecticut 06830, and at any adjournments or postponements thereof. The undersigned hereby revokes any and all proxies with respect to such shares heretofore given by the undersigned.

This proxy card, when properly executed, will be voted in the manner directed herein by the undersigned stockholder, and, in the discretion of such proxies, upon any and all other matters as may properly come before the meeting or any adjournments or postponements thereof. If no direction is made on the proxy card, the shares covered by the proxy card will be voted FOR the election of the director nominees.

VOTE VIA THE INTERNET: www.proxy-direct.com
VOTE VIA THE TELEPHONE: 1-800-337-3503

OXF 34114 080724_Pref

PLEASE VOTE VIA INTERNET OR TELEPHONE OR MARK, SIGN, DATE ON THE REVERSE SIDE AND RETURN THIS PROXY PROMPTLY USING THE ENCLOSED ENVELOPE.

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code

YOUR VOTE IS IMPORTANT

Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting of Stockholders to be held on October 22, 2024.
The Proxy Statement, the Notice of 2024 Annual Meeting of Stockholders, the Annual Report of the Company for the fiscal year ended March 31, 2024 and the Form of Proxy Card are available at:
<https://www.proxy-direct.com/oxf-34114>

We reserve the right to reconsider the date, time, and/or means of convening the Annual Meeting, including holding the Annual Meeting by means of remote communications. If we take this step, we will announce the decision to do so in advance, and details on how to participate in the Annual Meeting will be issued by press release and filed with the Securities and Exchange Commission as additional proxy material. We urge you to retain your control or proxy voting number after you vote in case changes are made to the Annual Meeting format and such information is again required.

Please detach at perforation before mailing.

TO VOTE MARK BLOCKS BELOW IN BLUE OR BLACK INK AS SHOWN IN THIS EXAMPLE: ☒

A Proposals THE COMPANY'S BOARD OF DIRECTORS, INCLUDING ALL THE INDEPENDENT DIRECTORS, UNANIMOUSLY RECOMMENDS THAT YOU VOTE "FOR" THE COMPANY'S DIRECTOR NOMINEES LISTED.

1a. To vote on the election of one director of the Company to be elected by the holders of the Company's outstanding common stock, par value \$0.01 per share, and outstanding preferred stock, par value \$0.01 per share, voting together as a single class, with such director to serve for a term of three years, or until his successor is duly elected and qualified.

	FOR	WITHHOLD
01. Saul B. Rosenthal	<input type="checkbox"/>	<input type="checkbox"/>

1b. To vote on the election of one director of the Company to be elected by the holders of the Company's outstanding preferred stock, par value \$0.01 per share, voting as a single class, with such director to serve for a term of three years, or until his successor is duly elected and qualified.

	FOR	WITHHOLD
01. David S. Shin	<input type="checkbox"/>	<input type="checkbox"/>

2. To transact such other business as may properly come before the Annual Meeting.

B Authorized Signatures — This section must be completed for your vote to be counted. — Sign and Date Below

Note: Please sign exactly as your name(s) appear(s) on this Proxy Card, and date it. When shares are held jointly, each stockholder should sign. When signing as attorney, executor, guardian, administrator, trustee, officer of corporation or other entity or in another representative capacity, please give the full title under the signature.

Date (mm/dd/yyyy) — Please print date below

/ /

Signature 1 — Please keep signature within the box

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Signature 2 — Please keep signature within the box

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Scanner bar code

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